

**DRAFT BOARD MEETING MINUTES**  
**May 30, 2022**  
**9:25 AM to 4:15 PM**  
**by zoom**

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**Attendees:** Mr. Stephen Kinsella, Chair, Government Appointee  
Ms. Neda Mohammadzadeh, RO, Vice-Chair, Elected Member  
Ms. Diana Bristow, Government Appointee  
Mr. Kevin Cloutier, RO, Elected Member  
Mr. Omar Farouk, Government Appointee  
Ms. Elsa Lee, RO, Elected Member  
Mr. Samir Modhera, RO, Elected Member  
Ms. Peggy Judge, Government Appointee  
Ms. Dorina Reiz, RO, Elected Member  
Mr. Mike Smart, RO, Elected Member  
Mr. Derick Summers, RO, Elected Member  
Mr. Henry Wiersema, Government Appointee  
Mr. Paul Wilk, Government Appointee

**Administration:** Mr. Fazal Khan, RO, Registrar, CEO  
Ms. Amy Stein, Deputy Registrar and General Counsel  
Ms. Carolyn Robertson, Manager, Communications and Executive Office  
Ms. Fizza Asad, Human Resources and Accounting Specialist

**Guests:** Ms. Sarah Butson, Meeting Facilitator  
Mr. Malcom Vaz, Grewal Guyatt  
Mr. Adam Guyatt, Grewal Guyatt  
Mr. Sheamus Murphy, Counsel Public Affairs

**Regrets:** Ms. Amber Fournier, RO, Elected Member

### **1.0 In Camera Session**

**MOTION:** TO GO IN CAMERA UNDER S. 7(2)(D) OF THE HEALTH PROFESSIONS PROCEDURAL CODE  
TO DISCUSS PERSONNEL MATTERS

**MOVED:** K. CLOUTIER  
**SECONDED:** D. SUMMERS

**FOR:** 13  
**AGAINST:** 0

ABSTAINED: 0

**VOTE: CARRIED**

## **2.0 Introduction**

S. Kinsella opened the board meeting at 11:20 and delivered the land acknowledgement.

S. Kinsella introduced himself, the Board Members, and the Administration. S. Butson reviewed the meeting norms and high five with participants.

### **2.1 Conflict of Interest Declaration**

No conflicts of interest were declared.

### **2.2 Adoption of the Agenda**

MOTION: TO APPROVE THE AGENDA

MOVED: D. SUMMERS

SECONDED: M. SMART

FOR: 13

AGAINST: 0

ABSTAINED: 0

**VOTE: CARRIED**

### **3.0 Minutes of the March 1, 2022, Board Meeting**

MOTION: TO APPROVE THE MARCH 1, 2022, MINUTES

MOVED: K. CLOUTIER

SECONDED: P. WILK

FOR: 13

AGAINST: 0

ABSTAINED: 0

**VOTE: CARRIED**

## **4.0 Financial Variance Reports**

F. Asad presented the year-to-date variance report to the board. The floor was then opened to questions. A question was asked about a decrease in year over year exam cost recovery. F. Asad noted that the most recent exam revenue would be shared in the next report.

**MOTION:** THAT THE BOARD APPROVE THE FINANCIAL VARIANCE REPORT, AS PRESENTED.

**MOVED:** P. WILK

**SECONDED:** S. MODHERA

**FOR:** 13

**AGAINST:** 0

**ABSTAINED:** 0

**VOTE:** CARRIED

#### **4.1 Audit Report**

F. Khan introduced M. Vaz and A. Guyatt, of Grewal Guyatt to the board. M. Vaz and A. Guyatt presented the audit report for the 2021 fiscal year.

**MOTION:** TO APPROVED THE 2021 AUDIT REPORT

**MOVED:** M. SMART

**SECONDED:** P. JUDGE

**FOR:** 13

**AGAINST:** 0

**ABSTAINED:** 0

**VOTE:** CARRIED

#### **5.1 Proposed By-Law Amendments in active Class fees and liability Insurance**

D. Reiz presented proposed by-law amendments relating to inactive class fees and liability insurance. The proposed amendments will only come into effect once proposed amendments to the COO's Registration Regulation are approved by the Ontario Government. The proposed amendments were circulated to stakeholders for 60 days. Survey results reflected that the majority of the respondents support the proposed by-law amendments.

*DEI Considerations:* In terms of the DEI Consideration, the Board considered that the proposed fee structure for the new inactive class will balance the needs of registrants in different life circumstances against the need for the COO to maintain financial stability and cover the administrative costs of managing inactive members.

*Public Interest Consideration:* The Board considered that it is in the public interest to set a fee for the new inactive class at a rate that will ensure that the COO can manage the administration of the inactive

members while not being overly onerous to registrants. In addition, the Board considered that it is in the public interest for the by-law to provide clarity and transparency around professional liability insurance requirements once these requirements are removed from the regulation.

**MOTION:** TO APPROVE THE PROPOSED BY-LAW AMENDMENTS TO COME INTO EFFECT WHEN PENDING AMENDMENTS TO THE REGISTRATION REGULATION THAT ARE CURRENTLY BEFORE THE ONTARIO GOVERNMENT ARE APPROVED.

**MOVED:** O. FAROUK  
**SECONDED:** N. MOHAMMADZADEH

**FOR:** 13  
**AGAINST:** 0  
**ABSTAINED:** 0

**VOTE:** CARRIED

*The board then took a lunch break from 12:30 to 1:30.*

#### **6.0 Non-insured Health Benefits Program Results of the COO's Environmental Scan**

The board heard a presentation from Sheamus Murphy of Counsel Public Affairs Inc. on the results of an environmental scan carried out on behalf of the COO on the Non-Insured Health Benefits Program. The purpose of the scan was to gain a better understanding of how the Non-Insured Health Benefit program was administered, the experiences of stakeholders as well as opportunities to improve the administration of the program.

#### **7.0 Strategic Work Plan Agenda Mid-Year Review**

A. Stein reviewed the Strategic Work Plan Agenda with the board. The strategic agenda/workplan policy (4-21) is a board governance policy which provides for the board's use of a strategic agenda as a tool to ensure the board is accountable for its own workplan, the progress towards achieving that workplan and the overall results in any quarter.

**MOTION:** TO APPROVE THE UPDATED 2022 STRATEGIC AGENDA/WORK PLAN

**MOVED:** O. FAROUK  
**SECONDED:** D. SUMMERS

**FOR:** 13  
**AGAINST:** 0  
**ABSTAINED:** 0

**VOTE: CARRIED**

**Note: The next few agenda items were reordered as the presenter for items 8.1 to 9.3 was delayed.**

**10.0 Monitoring Reports***10.1 Financial Condition Policy Monitoring Report*

F. Khan presented the Financial Conditioning Policy Monitoring Report. The purpose of monitoring reports is to have a system in place to check in on each one of the board's governance policies to make sure that they're achieving the desired results. The report covered the financial position of the college, noting that the college ended the year with a surplus of revenue over expenditures. With regard to expenditure the college finished the 2021 year with sufficient liquidity operate in 2022. It was also noted that during 2021 the reserve funds were not accessed.

**MOTION:** THAT THE BOARD APPROVE THAT THE REGISTRAR'S INTERPRETATION OF THE POLICY WAS REASONABLE

**MOVED:** D. SUMMERS  
**SECONDED:** H. WIERSEMA

**FOR:** 13  
**AGAINST:** 0  
**ABSTAINED:** 0

**VOTE: CARRIED**

**MOTION:** THAT THE BOARD AGREES THAT THE REGISTRAR, CEO COMPLIED WITH THE POLICY.

**MOVED:** D. SUMMERS  
**SECOND:** K. CLOUTIER

**FOR:** 13  
**AGAINST:** 0  
**ABSTAINED:** 0

**VOTE: CARRIED**

*10.2 Investment Policy*

F. Khan presented the Investment Policy Monitoring Report. The report covered the Investment fund management, noting that staff are working with an advisor from BMO Nesbitt Burns. With regard to the investment parameters, it was noted that liquidity and preservation of capital are the two major factors and we have a 2 to 1 ratio of access to cash throughout the year. During the pandemic the college saw a decrease in return on GICs but this rate has improved in the first quarter of 2022.

MOTION: THAT THE BOARD APPROVE THAT THE REGISTRAR'S INTERPRETATION OF THE POLICY WAS REASONABLE

MOVED: N. MOHAMMADZADEH  
SECONDED: E. LEE

FOR: 12  
AGAINST: 0  
ABSTAINED: 0

**VOTE: CARRIED**

MOTION: THAT THE BOARD AGREES THAT THE REGISTRAR, CEO COMPLIED WITH THE POLICY.

MOVED: D. SUMMERS  
SECOND: P. WILK

FOR: 13  
AGAINST: 0  
ABSTAINED: 0

**VOTE: CARRIED**

## **8.0 Board Policy Review and Updates**

### *8.1 Board and Staff Relationship Policy and Pre-Election Training Module policy*

As G. White was delayed, A. Stein reviewed the changes to the board and staff relationship policy and pre-election training module policy.

No changes were proposed by the Governance Committee for the Board-Staff Relationship Policy and the Pre-Election Training Module Policy. The Committee was of the view that these two policies continue to adequately serve the Board's needs and that no amendments were necessary.

*Public Interest Considerations:* By regularly reviewing the content of these policies it will ensure that the policies are consistent and effective, and that the College is up to date with regulations, technology and regulatory best practices. In the case of these first two policies, the committee was of the view that they continue to be relevant and serve the function that they were implemented for.

MOTION: TO APPROVE THE STATUS QUO WITH RESPECT TO THE GLOBAL GENERAL OPERATIONAL CONSTRAINT POLICY AND THE UNITY OF CONTROL POLICY AS RECOMMENDED BY THE GOVERNANCE COMMITTEE.

MOVED: P. WILK

SECONDED: H. WIERSEMA

FOR: 13

AGAINST: 0

ABSTAINED: 0

**VOTE: CARRIED**

### **8.2 Director and Committee Member Responsibilities Policy 4-27**

G. White presented proposed amendments to the Director and Committee Member Responsibilities Policy. The proposed revisions reflect the Board's recent decision to introduce a mandatory requirement for all directors and committee members to undergo annual training and/or complete a module on diversity, equity and inclusion.

*Public Interest Considerations:* By regularly reviewing the content of these policies it will ensure that the policies are consistent and effective, and that the College is up to date with regulations, technology and regulatory best practices. In the case of these first two policies, the committee was of the view that they continue to be relevant and serve the function that they were implemented for.

MOTION: TO APPROVE THE PROPOSED AMENDMENTS TO THE DIRECTOR AND COMMITTEE MEMBER RESPONSIBILITIES POLICY AS RECOMMENDATED BY THE GOVERNANCE COMMITTEE.

MOVED: M. SMART

SECONDED: D. SUMMERS

FOR: 10

### **8.3 Intellectual Property Policy**

G. White presented the last policy on the agenda for content review, the Intellectual Property Policy. The Governance committee was recommending that minor amendments be made to this policy for clarification purposes.

The Committee also recommended moving the policy from the Operational Boundaries section of the Governance Manual to the Governance Process section, due to the fact that the policy is not actually setting out any operational boundaries that the Registrar, CEO is being expected to adhere to and report on. Rather, it's codifying the board's own policy of considering work products produced by board and committee members to belong to the college.

*Public Interest Considerations:* By regularly reviewing the content of these policies it will ensure that the policies are consistent and effective, and that the College is up to date with regulations, technology and

regulatory best practices. In the case of these first two policies, the committee was of the view that they continue to be relevant and serve the function that they were implemented for.

**MOTION:** TO APPROVE THE PROPOSED AMENDMENTS TO THE INTELLECTUAL PROPERTY POLICY AS RECOMMENDED BY THE GOVERNANCE COMMITTEE.

**MOVED:** K. CLOUTIER

**SECONDED:** D. BRISTOW

**FOR:** 13

**AGAINST:** 0

**ABSTAINED:** 0

**VOTE:** CARRIED

### 9.1 Board Terms of Reference Policy

#### *Monitoring Report Template*

G. White presented to the Board template for the Monitoring Report Template. On October 5, 2020, the Board approved the Board Policy Development Policy 4-24. The Board requested that Board Monitoring Achievement Report templates be created for each of the eight policies to be under review over the next two years.

The template has been broken down into sections making it easy to fill out the information. With respect to the last two columns, the Board will be able to review and discuss any deficiencies and recommendations to determine how to achieve compliance with the policy.

*Public Interest Considerations:* By regularly reviewing the content of these policies it will ensure that the policies are consistent and effective, and that the College is up to date with regulations, technology and regulatory best practices. In the case of these first two policies, the committee was of the view that they continue to be relevant and serve the function that they were implemented for.

**MOTION:** TO APPROVE THE PROPOSED BOARD TERMS OF REFERENCE POLICY 4-03 MONITORING REPORT TEMPLATE AS RECOMMENDED BY THE GOVERNANCE COMMITTEE.

**MOVED:** D. BRISTOW

**SECONDED:** K. CLOUTIER

**FOR:** 12

**AGAINST:** 0

**ABSTAINED:** 0

**VOTE:** CARRIED



S. Kinsella asked for volunteers and K. Cloutier volunteered to complete this monitoring report and present it to the Board at the October meeting.

*The board then took a 15 minute break.*

P. Wilk left the meeting at 2:35. N. Mohammadzadeh left the meeting at 2:35

### **11.0 COVID 19 updated guidelines**

D. Reiz presented updated COVID-19 Return to Practice Guidelines that were developed by the Clinical Practice Committee to provide additional information on how opticians should interpret the Standards of Practice, in particular Standard 4 which pertains to safety and infection control in the context of the COVID-19 pandemic following the lifting of additional public health restrictions.

The province lifted masking requirements for most public health settings in March 2022, however, kept them in place for select settings, including health care settings. In addition to masking requirement, other directives such as screening and capacity limits remain in place. These restrictions were originally going to be lifted on April 27 however, the government extended them until at least June 11, 2022.

The College identified a need to ensure updated guidance will be available to opticians once the remaining restrictions are lifted.

The Clinical Practice Committee determined that the document should be updated to provide guidance to registrants on what extra precautions should be taken once the remaining Government restrictions are lifted. The updated guidelines distinguish between requirements and recommendations and emphasizes the opticians' responsibility to ensure a safe practice environment.

**MOTION:** TO APPROVE THE COVID 19 PRACTICE GUIDELINES TO COME INTO EFFECT WHEN CURRENT PUBLIC HEALTH RESTRICTIONS ARE LIFTED IN THE HEALTH CARE SETTINGS.

**MOVED:** O. FAROUK

**SECONDED:** M. SMART

**FOR:** 9

**AGAINST:** 2

**ABSTAINED:** 0

D. Bristow left the meeting at 2:55 and returned at 3:10. N. Mohammadzadeh returned to the meeting at 3:10.

### **12.1 Registrar's Report**

F. Khan presented the Registrar's Report to the board. The report was shared for information only.

**12.2 Examinations Report/ 12.3 NACOR report 12.4 Committee Reports 12.5 Communications Report**

**MOTION:** TO APPROVE THE COMMITTEE REPORTS, EXAMS REPORT AND NACOR REPORT AS PRESENTED.

**MOVED:** D. SUMMERS

**SECONDED:** M. SMART

**FOR:** 11

**AGAINST:** 0

**ABSTAINED:** 0

**VOTE: CARRIED**

**13.0 Adjournment**

**MOTION:** TO ADJOURN

**MOVED:** D. REIZ

**SECONDED:** D. SUMMERS

**FOR:** 11

**AGAINST:** 0

**ABSTAINED:** 0

**VOTE: CARRIED**